

RECORDATION NO. 21648-0 FILED

JAN 12 '05 10-16 AM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, D.C.
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

OF COUNSEL
URBAN A. LESTER

January 11, 2005

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Partial Release, dated as of December 10, 2004, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 21648.

The name and address of the party to the enclosed document are:

Lessor:	The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc.) 300 Pike Street Cincinnati, Ohio 45202-4214
[Lessee:	Sunbelt Asphalt & Materials, Inc. One Riverway - Suite 2200 Houston, Texas 77046]

Mr. Vernon A. Williams
January 11, 2005
Page 2

A description of the railroad equipment covered by the enclosed document
is:

39 gondola cars within the series WRRRC 680405 - WRRRC 680470 as
more particularly set forth in the equipment schedule attached to the
document.

A short summary of the document to appear in the index is:

Partial Release.

Also enclosed is a check in the amount of \$32.00 payable to the order of
the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the
undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm
Enclosures

RECORDATION NO.

21648-D
FILED

JAN 12 '05 10-16 AM

PARTIAL RELEASE

SURFACE TRANSPORTATION BOARD

This Release is entered into as of December 10, 2004 between Joseph Transportation Services, Inc. (formerly DJJ Transportation Services, Inc.), now known as The David J. Joseph Company, a Delaware corporation ("Joseph") and Sunbelt Asphalt & Materials, an Texas corporation ("Sunbelt").

WHEREAS, Joseph and Sunbelt are parties to a Railroad Equipment Lease Agreement dated as of August 4, 1998 (the "Agreement") pursuant to which (a) Joseph leased to Sunbelt the railroad cars identified on Exhibit A hereto (the "Railcars");

WHEREAS, Joseph and Sunbelt memorialized the Agreement of record by filing a Memorandum of Railroad Equipment Lease Agreement dated as of August 4, 1998 between Joseph and Sunbelt (the "Memorandum of Lease") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Lease was recorded with the STB on September 14, 1998 at 1:20 p.m. and assigned recordation number 21648;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, Joseph acknowledges as follows:

1. The Memorandum of Railroad Equipment Lease Agreement is hereby terminated. Joseph hereby (a) releases all rights, interests or claims to, and all liens and encumbrances upon, the Railcars.
2. Joseph executes this Release for purposes of memorializing of record the agreements set forth herein.

IN WITNESS WHEREOF, Joseph has caused this Release to be duly executed by their respective officers duly authorized as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY
(Formerly JOSEPH TRANSPORTATION SERVICE, INC. AND
DJJ TRANSPORTATION SERVICES, INC.)

By: Paul G. Jantsch

Title: Paul G. Jantsch
Executive Vice President

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 10th day of December, 2004 by Paul G. Jantsch the EVP of Joseph Transportation Services, Inc. (formerly DJJ Transportation Services, Inc.) now known as The David J. Joseph Company, a Delaware corporation. on behalf of the said corporation..

Angela Denise Watts
Notary Public
Hamilton County
My Commission Expires: _____

ANGELA DENISE WATTS
Attorney at Law
Notary Public, State of Ohio
My Commission Has No Expiration
Date Section 147.03 O.R.C.

EXHIBIT A

RAILCARS: 39 Gondola cars with Identification Marks as follows

WRRC	680405
WRRC	680407
WRRC	680408
WRRC	680409
WRRC	680412
WRRC	680413
WRRC	680415
WRRC	680416
WRRC	680418
WRRC	680421
WRRC	680425
WRRC	680427
WRRC	680429
WRRC	680430
WRRC	680432
WRRC	680433
WRRC	680434
WRRC	680436
WRRC	680439
WRRC	680440
WRRC	680442
WRRC	680443
WRRC	680444
WRRC	680447
WRRC	680450
WRRC	680451
WRRC	680452
WRRC	680454
WRRC	680456
WRRC	680457
WRRC	680458
WRRC	680460
WRRC	680462
WRRC	680463
WRRC	680464
WRRC	680466
WRRC	680467
WRRC	680468
WRRC	680470

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

1/11/05



Robert W. Alvord